

NOTICE OF THE 40th ANNUAL GENERAL MEETING

Notice is hereby given to all honorable shareholders of National Bank Limited that the 40th Annual General Meeting of the Company will be held on Thursday, 21 December, 2023 at 11.30 a.m. using digital platform to transact the following business:

AGENDA

ORDINARY BUSINESS

1. To receive, consider and adopt the Profit and Loss Accounts of the Bank for the year ended 31st December, 2022 and the Balance Sheet as at that date together with the Reports of the Directors and the Auditors thereon.
2. To declare Dividend for the year ended 31st December, 2022, if any.
3. To elect/re-elect Directors.
4. To appoint Statutory Auditors of the Bank and to fix their remuneration.
5. To appoint Compliance Auditors and to fix their remuneration.

SPECIAL BUSINESS:

To adopt the change of registered name of the Bank to 'National Bank PLC' from 'National Bank Limited' in accordance with the Companies Act 1994 amendment 2020 and to amend in the relevant clauses of the Memorandum and Articles of Associations of the Bank by adopting the following special resolution:

"Resolved that the proposal of changing of registered name of the Bank to 'National Bank PLC' from 'National Bank Limited' in accordance with the Companies Act 1994 amendment 2020 and amendment in the relevant clauses of the Memorandum and Articles of Associations of the Bank be and is hereby approved subject to approval of regulatory authorities."

By order of the Board of Directors

Dated: Dhaka
29 November, 2023



Md. Kaiser Rashid

Company Secretary

Notes:

- i) The Board of Directors has recommended no dividend for the year ended 31st December, 2022.
- ii) The Record Date in lieu of Book Closure was 12th June, 2023 Members whose names appeared in the Register of Members of the Bank or in the Central Depository Bangladesh Limited (CDBL) on the Record Date will be eligible to attend & vote at the AGM & received dividend, if any.
- iii) Pursuant to the Bangladesh Securities and Exchange Commission's Order No.SEC/SRMC/94-231/91 dated March 31, 2021, the AGM will be held virtually using digital platform, which will be conducted via live webcast.
- iv) The Shareholders will join the virtual AGM through the link to be notified in due course. The Shareholders will be able to submit their questions/comments before commencement of the AGM and during the AGM. For login to the system, the Shareholders need to click on the link and provide their 16 digit Beneficial Owner (BO) ID number/Folio number and other credential as proof of their identity by visiting the Link. The detailed participation process for the Digital Platform Meeting will also be available in the Bank's website: www.nblbd.com
- v) A member, eligible to attend the AGM, may appoint a Proxy to attend and vote on his/her behalf. The instrument appointing Proxy to be duly signed and affixed by the members with a revenue stamp of Tk.20 must be submitted to the Head Office of the Bank at least 48 hours before AGM. Members may download Proxy Form from the Bank's website (i.e. www.nblbd.com).
- vi) In Compliance with BSEC Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018, Annual Report, Attendance Slip and Proxy Form along with the Notice will be sent in soft Form to the Members' registered e-mail address linked with their respective BO ID as on record date. The Annual Report will also be available in the Bank's website at www.nblbd.com
- vii) Valued Members are requested to update their Bank Account Number, email address, Cell Number and other related information through their respective Depository Participants (DP).
- viii) In compliance with the restriction imposed by Bangladesh Securities and Exchange Commission vide their Circular No. SEC/CMRRCD/2009-193/154 dated 24 October 2013 "no benefit in cash or kind, other than in the form of cash dividend or stock dividend, shall be paid to the holders of equity securities" for attending the ensuing AGM of the Bank.